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PETER PARKER THE SPECTACULAR SPIDER-MAN



While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: **THE SPECTACULAR SPIDER-MAN!**

BILL MANTLO / JIM MOONEY / FRANK SPRINGER / A.L. MILGROM / I. WATANABE / MARIO SEN / JIM SHOOTER
WRITER / ARTIST / INKER / EDITOR / LETTERER / COLORIST / ED-IN-CHIEF

TILL DEATH DO US PART!

WHEREIN PETER PARKER LEARNS THE SINISTER SECRET OF THE CADAVEROUS CARRION!

HAVEN'T YOU GUESSED YET, PARKER? I AM THE LIVING CLONE OF PROFESSOR MILES WARREN!

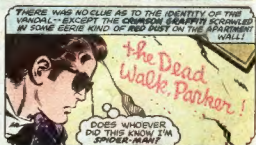
YOUR FORMER BIOLOGY TEACHER! THE MAN YOU KILLED WHEN-- AS THE JACKAL-- HE TRIED TO BRING YOU TO JUSTICE FOR THE MURDER OF GWEN STACY!

I HATE TO SHATTER YOUR DAYDREAMS, RACE-- BUT THAT'S THE MOST SCREWED UP MISREADING OF HISTORY I'VE EVER HEARD!

PROFESSOR WARREN HAD GONE CRACKERS! HE HIMSELF REALIZED THAT... JUST BEFORE THE END!

*AMAZING SPIDER-MAN #149--A.L.

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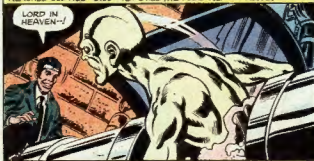
"...HE EXTRACTED A CELL SAMPLE FROM HIMSELF AND INJECTED IT INTO A WAITING CLONE CASKET!



"THEN, AS THE JACKAL HE WENT OFF TO CONFRONT YOU!"

"HE NEVER RETURNED!"

"THAT SINGLE CELL BEGAN TO DIVIDE--A NEW PROFESSOR WARREN BEGAN TO GROW WITHIN THE CASKET! BUT SOMETHING WENT WRONG! THE CASKET REFUSED TO OPEN--THE PROCESS CONTINUED! THE BODY REACHED OLD AGE--DIED--YET STILL THE FLUID KEPT IT ALIVE!"



LORD IN HEAVEN--!

"AND THEN AN UNSUSPECTING UNDERGRADUATE STUDENT BY THE NAME OF RANDY VALE STUMBLED INTO PROFESSOR WARREN'S LABORATORY AND UNSEALED THE CLONE CASKET!"



WHO ARE YOU? WHAT ARE YOU?

I AM THE CLONE OF PROFESSOR MILES WARREN! I LIVE!

B-BUT PROFESSOR WARREN'S DEAD--AND YOU DON'T LOOK ANYTHING LIKE HIM!



"THEN THE TRUTH DAWNED UPON ME!" DEAD? HE WENT TO BATTLE SPIDER-MAN--HE MUST HAVE LOST! THAT IS WHY HE FAILED TO RETURN TO ME!

VALE--YOU WILL SERVE ME! ACCEPT AND I OFFER YOU POWER! REFUSE--AND I WILL DESTROY YOU!



I GUESS HE ACCEPTED. HUH?

THE SCARED RABBIT--HE HAD NO CHOICE! BUT HE HAS PROVEN USEFUL!

MONTHS HAD PASSED SINCE PROFESSOR WARREN'S DEATH! I HAD TO PICK UP WHERE HIS MEMORIES HAD ENDED!



I REMAINED HIDDEN WHILE VALE SOUGHT OUT THE INFORMATION I NEEDED!

DOES HE KNOW MY SECRET, TOO?

NO! I DID NOT TRUST HIM THAT FAR!

"HE MERELY REPORTED TO ME ABOUT YOUR MOVEMENTS AS SPIDER-MAN!"

MASTER--
YOU'RE
LEVITAT-
ING!

"MEANWHILE, I TESTED MY GROWING POWERS-- GIVEN ME BY MY EXTENDED STAY IN THE CLONE CASKET!"

"I LEARNED THAT MY FORM COULD BE REPELLENT TO EVERYTHING ORGANIC-- THAT I COULD TELEPORT-- BECOME INTANGIBLE AT WILL!"

"MY HORRIFIC NATURE REPELLED EVEN THE ELEMENTS --AND SLOWLY MY LATENT TELEPATHIC ABILITIES BEGAN TO COME INTO FOCUS!"

"I EXERCISED INCREDIBLE POWER OVER EVERYTHING THAT EMBODIED-- OR THAT HAD AT ONE TIME EMBODIED-- LIFE!"

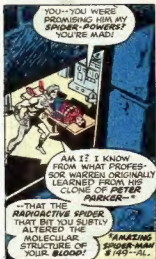
YOU-- YOU KILLED THAT RAT-- MERELY BY TOUCHING IT!

"IN RETURN FOR HIS SERVICES I HAD PROMISED VAST POWERS!"

THIS COSTUME? IS THIS THE POWER OF WHICH YOU SPOKE?

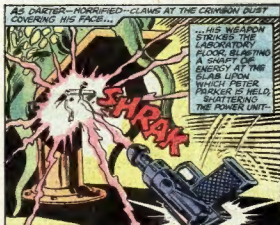
NO, FOOL! AS DARTER YOU WILL MERELY BE IN A BETTER POSITION TO WREST THAT POWER--

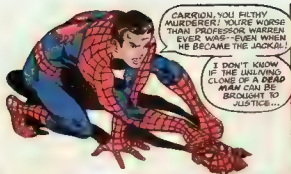
--FROM
SPIDER-MAN
HIMSELF!

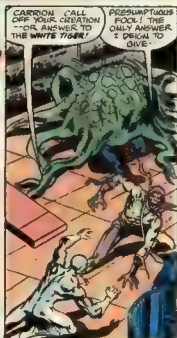
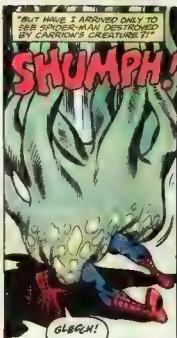


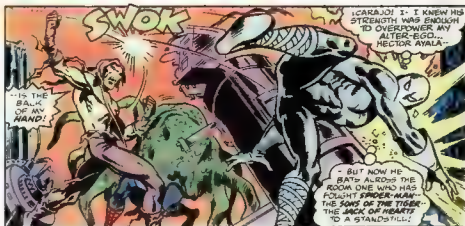


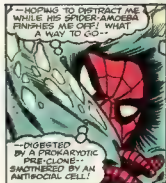






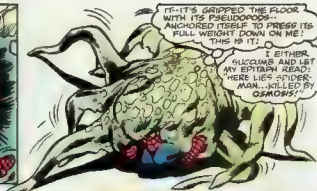






--HOPING TO DISTRACT ME WHILE HIS SPIDER-AMOEBA FINISHES ME OFF! WHAT A WAY TO GO--

--DIGESTED BY A PROKARYOTIC PRE-CLONE--
SMOTHERED BY AN ANTISOCIAL CELL!



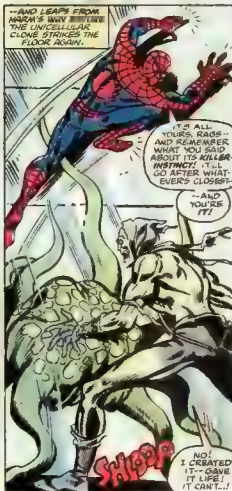
IT--IT'S GRIPPED THE FLOOR WITH ITS PSEUDOPODS-- ANCHORED ITSELF TO PRESS ITS FULL WEIGHT DOWN ON ME! THIS IS IT!

I EITHER SUCCEED AND LET MY EPIGRAM READ: HERE LIES SPIDER-MAN...KILLED BY OSMOSIS!



OR I FLEX AND GIVE MY MUSCLES THE WORKOUT THEY'VE BEEN YEARNING FOR EVER SINCE CARRION'S UGLY MUG FIRST APPEARED ON THE SCENE!

EXERTING HIS SPECTACULAR SPIDER-STEELSTAM TO THE UTMOST, SPIDER-MAN HURVES THE SPIDER-AMOEBA FROM HIM--

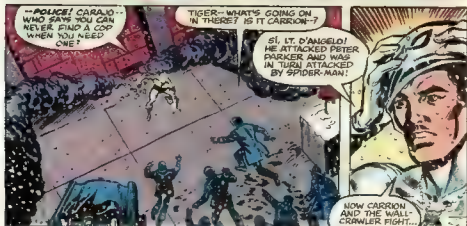
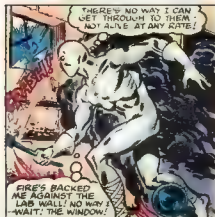


--AND LEAPS FROM MARM'S WIN BEFORE THE UNICELLULAR CLONE STRIKES THE FLOOR AGAIN.

IT'S ALL YOURS, RAGS-- AND REMEMBER WHAT YOU SAID ABOUT ITS KILLER INSTINCT! I'LL GO AFTER WHAT-EVER'S CLOSEST--

--AND YOU'RE IT!

NO! I CREATED IT-- GAVE IT LIFE! IT CAN'T...!





"...TO THE DEATH!"

NOT SO PLEASANT BEING ON THE RECEIVING END IS IT, RAGS?

FOOLISH INSECT! MY CREATURE MAY BE BEYOND MY CONTROL--



-- BUT IT CANNOT HARM ME...

NOT WHEN I CAN LEVITATE BEYOND ITS GRASP. THUS, BECOMING INTANGIBLE--



--I CAN WATCH YOUR IMMINENT DESTRUCTION SAFE FROM HARM! EH--WHAT? THE AMOEBA'S FLAGEL-LUM--IT GRIPS ME!



B-BUT--THAT'S IMPOSSIBLE! I HAVE RENDERED MYSELF IMMATERIAL! IT SHOULD HAVE PASSED RIGHT THROUGH ME!



EXCEPT FOR THE FACT THAT THE SPIDER-AMOEBA WAS CREATED THROUGH THE SAME PROCESS WHICH GAVE YOU LIFE, CARRION!

THOUGH CLONED FROM ONE OF MY CELLS IT SEEMS YOU TWO HAVE A LOT MORE IN COMMON --INCLUDING THE ABILITY TO NEGATE EACH OTHER'S POWERS!

NO--THIS ISN'T HOW I PLANNED IT!

IT NEVER IS, PASTE-FACE!

SLOWLY, INEXORABLY, THE SPIDER-AMOEBA DRAWS THE CADAVEROUS CARRION INTO ITS PROTOPLASMIC FORM!

HIS DEADLY DEATH-TOUCH FRILING HIM FOR THE FIRST TIME IN MEMORY, CARRION BEGINS TO PANIC--CLAWING DESPERATELY TO FREE HIMSELF FROM HIS CREATION!



THE MINDLESS CLONE IS ENGULFING ME! DRAGGING ME INTO ITSELF! ABSORBING ME!

--THE WHITENED SKULL OF RANDY VALE!



DARTER! YOU COULD HAVE HELPED ME! --BUT I DESTROYED YOU, AND NOW I'M BEYOND HELP...

I--I MUST BREAK ITS GRIP!



ONLY THEN CAN I TELEPORT MYSELF AWAY FROM HERE!

ARMS FLAILING, SCRABBLING FOR A HANDHOLD, CARRION'S FINGERS CLOSE ABOUT--



...FOR THE SPIDER-AMOEBA--IT IS UPON MEE

CAN'T REACH HIM THOUGH THE FLAMES--

BULLPEN BULLETINS

STAN'S SOAPBOX

So there I was a few weeks ago, gabbin' with a gaggle of undergrads during a light-hearted lecture at the College of St. Thomas in Minnesota. We were yakking it up with the usual perceptively probing questions from the audience and the usual obliquely obfuscatory answers from yours truly. Everything was smoothly easing along until I suddenly announced that the mixed-up Marvel menagerie was planning a new and totally unique type of magazine to unleash upon 'a defenseless humanity before year's end. Then, from the frenetically frantic, excited reaction on the part of the merry Minnesotians, I figured I'd better start dropping a few heavy hints to the vast hordes of Marvel-dom Assembled, as well. So, here's all I dare tell you at the moment. We're dauntlessly designing a magazine to be radically different from any we've ever done—aimed at a predominantly adult audience, but dazzling enough to entrance the sharper younger reader, too. It's so new and experimental that we haven't even zeroed in on the exact title yet. As for me, I'm personally so elated and excited about the project that I'll be taking over the reins as editor myself, with the most talented staff in publishing to aid, advise, and keep me out of trouble. We'll shoot more info your way as we keep zooming along, but for the present let's just call it "Project X"—and don't say we didn't warn you! Or, in the imperishable words of Irving Forbush, "Nous verrons ce que nous verrons!"

Excelsior!

Stan

ITEM! Last Spring, at a Creation Convention held here in New York, during a question-and-answer session with brand-new Editor-in-Chief Jim Shooter, someone asked whether Marvel would be raising the cover price on its comics soon. The question was not entirely unexpected, since another comics company had announced its intention to increase prices weeks before, and Jim had checked carefully with Marvel's top brass on the answer he gave: *Marvel Comics will hold the line throughout 1978 and into 1979 if possible.* As you undoubtedly noticed, last month, the second month of 1979, Marvel raised its cover price for comics from 35¢ to 40¢. We didn't like doing it—we wish we could have held out longer, but it was just not possible. Like everyone else, we're victims of the cur-

rent economic crunch, but keeping our word and stemming the tide of inflation as long as we could was very important to us. We could have upped prices along with the other guys, and banked a few more shekels last year maybe, but a promise is a promise. Anyway, we love weaving our fantastic fantasies as much as you enjoy sharing them. Since it's going to cost you a bit more to share them now, we'll just buckle down and try harder than ever to make our stories even more exciting and involving. Just thought you'd like to know.

ITEM! And now, when you least expect it, it's crossover time again! In issue #234 of **CAPTAIN AMERICA**, for instance, *Daredevil* swashbuckles in for what could be a very hot time. Meanwhile, **POWER MAN/IRON FIST** guest stars the *X-Men* for a showdown with the Living Monolith in a mind-boggler entitled (believe it or not!) "Pharaohs On Broadway!" As if that weren't enough, **DOCTOR STRANGE** #35 features a guest-appearance by the Avengers as the Master Mage tackles the mystery of the Black Knight's statue! They're all on sale now!

ITEM! We're very pleased to report that a certain extremely talented, versatile and creative writer has wandered Marvel's way of late, and it looks like he's here to stay. Welcome aboard, then, to "Macabre" **MICHAEL FLEISHER**, renowned for his superb work on the Spectre and Jorlah Hex for the competition, and also for his recently published tome, *The Great Superman Book*. Michael's first assignment at Marvel should

come as no surprise—it's the **GHOST RIDER**, naturally. You can see why we're so high on Michael's style in issue #36 of *GR* as the Spirit of Vengeance wreaks havoc in Denver, Colorado! It's on sale now!

ITEM! Not to be outdone, the crack creative crew of the uncanny **X-MEN** has come up with another triumph in issue #122, on sale (you guessed it) now! **Chris Claremont**, **John Byrne** and **Terry Austin** have combined to create a classic entitled "Cry For The Children!" which delves deep into the past of the beautiful mutant/goddess, Storm. It's an issue of insight and intrigue...a landmark! And wait'll you see the graffiti on the walls in the tenement scene!

ITEM! While the Bullpen is busy creating new works of wonder, those wonderful folks over at Simon & Schuster are reprinting some of our past pinnacles of artistic achievement! **SPIDER-MAN Pocket Book #3**, for instance, features stories from *The Amazing Spider-Man* issues #14-20 in glorious color for only \$2.25! It's 153 pages of Lee-Ditko excitement and better book stores everywhere already have them!

ITEM! We get many letters from folks who are puzzled by, of all things, the credits on our magnificent magazines. We'd like to take this opportunity to clear up, for once and for all, which folks do what and why—but pay attention! We're only going to do this once! **Plotters:** Anybody so credited helped figure out the story, and usually typed up a short synopsis of the happenings therein. **Pencilers, Layouts, Breakdowns:** They're the heroes who draw the story in pencil using the plotter's story synopsis as a guide. **Writers:** These guys write the dialogue, captions, titles...and the credits. Some of them have a penchant for calling themselves authors and other highfalutin' names! They're usually the ones who do the plots too, so we don't bother crediting the plot unless someone other than the writer did it. **Letterers:** They do the hand lettering in the balloons from the writer's script. **Jokers, Finishers, Embellishers:** Artists so credited go over the penciled drawings with black India ink, making them darker and smudge-proof for better printing, as well as enhancing the style. **Colorists:** These warts are given photostatic copies of the inked pages which they color with special dyes. They're used as color guides by the engraver. **Editors:** We...er, that is, "they" are the most important of all, being in charge of the whole operation. Editors assign all the other jobs and check everyone's work for mistakes, in general pulling everything together. And, as everyone knows, editors are the salt of the Earth. Got the facts straight now? Whew!



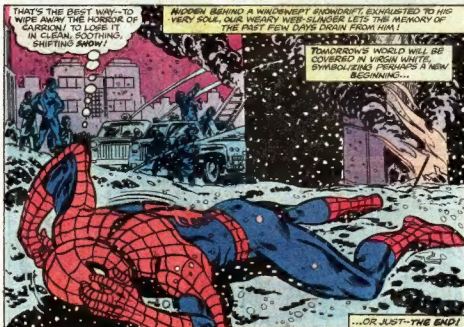
THE ALL NEW FANTASTIC FOUR IS HERE!

THE BOLDEST, MOST EXCITING ANIMATED ACTION SERIES IS THE SMASH HIT OF THE SEASON!



CO-PRODUCED BY MARVEL—IT'S MADE SATURDAY MORNINGS ON NBC THE PLACE TO BE! 'NUFF SAID!

ALL NEW! HERBIE, THE ROBOT!



NIGHT OF THE IGUANA!

...PLUS PETER PARKER'S FIRST DAY OF GRADUATE SCHOOL!